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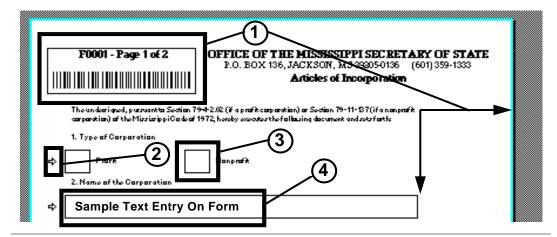
## OFFICE OF THE MISSISSIPPI SECRETARY OF STATE P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333

<u>Instructions for Articles of Merger or Share Exchange</u>

Profit Corporation

Our forms have been designed to be scanned by computer equipment. There are several simple rules to follow in completing this form to ensure that the form, when completed, can be processed correctly.

- The areas marked ① (the computer barcode area and the right margin) are reserved areas.
   Make no marks or notations in these areas.
- The form contains alignment marks (⇒) for your typewriter.
   The alignment marks are in the



left margin of the form on each line, indicated by **②.** Align your typewriter to print an upper case X directly on this ' $\Rightarrow$ ' symbol. Then normal typing, spacing, and line indexing will automatically position your typewriter within the typeable areas on the form. Please use a new black ribbon when completing the form.

- 3. Typeable areas, which are the boxes (like the box indicated by ③), are the only places where you should be making any marks. With the exception of areas reserved for signatures, all information provided should be typewritten in these boxes or printed in black ink. Signatures should always be completely contained within the boundaries of the box set aside for the signature.
- 4. If the information is correctly entered onto the form, it should look like the text entered at \*.
- 5. Where a choice needs to be indicated, please make your selection by entering an upper case 'X' in the box to the left of the selection you want to make.
- 6. Enter numeric information without commas. Three thousand, for example, should be entered as '3000' not '3,000'.
- 7. All dates **must** be entered in the MM/DD/YYYY format, that is, using the 4 digit year. For example, January 4th, 1997 should be entered as '1/4/1997'. Although not required, a leading zero in the month and day is acceptable (like '01/04/1997').
- 8. In order to ensure mail is deliverable, do not combine post office box numbers and Street Address in one box. Please enter the actual physical street location in the box labeled Physical Address, and/or post office box numbers in the boxes labeled P.O. Box. Where necessary, use directional indicators (like '123 W Main St' instead of '123 Main St'). It is not necessary to enter the text 'PO BOX' when specifying a P.O. Box. Our system will supply this text automatically.
- 9. States must be entered as the two character approved US Post Office state code. For example, Mississippi should be entered as 'MS' without periods, not 'Miss.', or using other abbreviations.
- 10. Boxes set aside for ZIP codes contain enough space to enter both five digit and four digit ZIP code values, separated by a dash. Please ensure the five digit ZIP is entered to the **left** of the dash, and the four digit zip is to the **right** of the dash.
- 11. The following rules apply to the data entry areas on the form.

Name of Corporation - Enter the names of the Corporations to merge or exchange shares.

**Future Effective Date** - The filing will be effective as of the actual date filed, unless this date is filled in. Note that this date must be in the future. This date is not to exceed 90 days from the date of filing of this form.

Plan of Merger or Exchange - Attach the plan of merger or share exchange.

**Shareholder Approval** - If shareholder approval was not required, mark the appropriate box. If approval was required, enter the complete voting information on the planned merger or share exchange for each Corporation.

Keep all signatures within the blocks allocated for them.

Title - Enter the official title of the person.

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This document must be signed by the chairman of the board, the president, or another officer of the company. If directors have not been selected, or the corporation has not been formed, an incorporator must sign.

Enclose the \$50 filing fee, payable to the Secretary of State, with this document.

Thank you for your assistance. Please call us at the above number if there are any questions.